



WHEELS

SUPPLIER CODE OF CONDUCT

IN GLOBAL
ALLIANCE WITH



ALD
Automotive

PREAMBLE

Donlen LLC and its subsidiaries, including Wheels, LLC and LPUSA, LLC (collectively referred to as “Wheels”) highly values the contributions of its suppliers, consultants, vendors and contractors and their respective employees, agents, representatives and subcontractors (each a “Supplier”). Our Suppliers are important stakeholders who enable Wheels to consistently deliver exceptional service to our clients. Wheels is committed to working with its Suppliers with honesty, integrity, fairness and a commitment to doing what’s right. We firmly believe we should manage our relationships with our Suppliers as business partners and for the long term. Wheels also believes it is of paramount importance to conduct business in an ethical manner, in full compliance with all applicable laws and regulations, and in a way that promotes corporate social and environmental responsibility. Wheels expects each of its Suppliers to share Wheels’ commitment to honesty, integrity, treating others with respect, fairness, and conducting business in full compliance with all applicable laws and regulations. We understand that the business practices and actions of a Supplier may impact or reflect upon Wheels. Therefore, Wheels requires its Suppliers, their employees, agents and sub-suppliers to operate in accordance with



the principles and ethical standards contained in this Supplier Code of Conduct (the “Code”).

This Code applies to all vendors who provide goods and services to Wheels and its subsidiaries and their customers. Failure to conduct business in a manner that meets these principles and standards could result in termination of the vendor relationship with Wheels.

We encourage our Suppliers to report directly any concerns regarding potentially unethical behavior involving Wheels or any of Wheels’ employees, Suppliers, clients, vendors and advisors. In situations where you prefer to place an anonymous report, you are encouraged to use our third-party hotline provider, EthicsPoint. You can use this hotline to provide positive suggestions and stories about our culture, to ask for guidance related to policies and procedures, or to submit concerns regarding potentially unethical behavior involving Wheels or any of Wheels’ employees, Suppliers, clients, vendors and advisors.

Ethicspoint Supplier Hotline: 844-989-3011

Website: <http://www.wheelssuppliers.ethicspoint.com/>

Thank you for your help in upholding our high standards of ethical business conduct.



HUMAN RIGHTS

Slavery, Involuntary Labor, and Human Trafficking

Suppliers, their employment agencies and their vendors will not use slave, prisoner, bonded, indentured or any other form of involuntary labor. Suppliers will not engage in, or permit their vendors or suppliers to engage in, any form of human trafficking. Involuntary labor and human trafficking includes the transportation, harboring, recruitment, transfer, receipt, or employment of persons by means of threat, force, coercion, abduction, fraud, or payments to any person having control over another person for the purpose of exploitation. All work must be voluntary, and workers shall be free to leave work at any time or terminate their employment. Suppliers shall not require workers to surrender any government-issued identification, passports or other travel documentation or work permits as a condition of employment or for any other reason. Suppliers will not charge their workers excessive fees and all fees charged to workers must be disclosed prior to employment.

Child Labor

Suppliers will not use and will not knowingly work with vendors, suppliers or subcontractors that use underage or child workers. For



the purpose of this Code, an underage worker is any person younger than the local minimum working age or the age of 15, whichever is older. Additionally, workers under the age of 18 must not be permitted or required to perform hazardous work. Wheels requires its Suppliers to comply with all applicable age-related working laws and regulations imposed by local law.

Non-Discrimination and Diversity

Suppliers must conduct their operations in full compliance with applicable laws including, but not limited to Equal Opportunity and non-discrimination laws. Suppliers will operate in a socially responsible, non-discriminatory manner and must ensure equal employment opportunities without discrimination or harassment on the basis of any protected characteristic, including race, color, religion, creed, age, sex, sexual orientation, gender identity, national origin, citizenship, disability, marital and/or civil partnership or union status, pregnancy, veteran or military service status, genetic information or any other characteristic protected by applicable laws.

Wheels champions and values diversity and inclusion in its workforce and expects Suppliers to develop and promote inclusive cultures where diversity is valued and celebrated. Suppliers should encourage diversity in all levels of



their workforce and leadership and ensure that all employees are able to reach their full potential. If requested by Wheels, Supplier will provide a report on Supplier's diversity and inclusion programs and diversity spend with suppliers in a format as required by Supplier.

Wages and Benefits; Working Hours

Supplier's employees, contractors and agents should have the ability to earn fair wages for their work as determined by applicable Federal, State and local law. Suppliers shall comply with all applicable wage and hour laws and regulations that apply to their operations, including, but not limited to, those relating to overtime, minimum wage, and mandated benefits. Supplier shall pay accurate wages in a timely manner and wage deductions shall not be used as a disciplinary measure. Suppliers shall be at all times fully responsible for the quality, performance, behavior, supervision and protection of their personnel.

Supplier must at all times maintain work hours in compliance with all applicable laws and regulations, including any mandatory days of rest, and shall not exceed the maximum work hours set by local law.

Freedom of Association

Suppliers must comply with all applicable laws related to the rights of employees to form and join trade unions of their choosing, bargain collectively, peacefully assemble, as well as the rights for workers to



refrain from such activities. Suppliers shall not use or facilitate any form of threats, intimidation, or physical or legal attacks against employees or other workers within their supply chain exercising their legal rights to freedom of expression, association and peaceful assembly. Suppliers will ensure that workers have a mechanism in place that facilitates open communication between management and employees and allows employees and contractors to report grievances regarding working conditions and management practices without fear of retaliation or harassment.

Health and Safety

Suppliers must be committed to the health and safety of their employees, contractors and vendors and shall provide a clean, healthy and safe working environment for their employees and contractors that meet or exceed legal standards. Supplier will implement appropriate controls and safety protocols for eliminating or mitigating physical and environmental hazards including, but not limited to, those relating to preventative maintenance, safe work practices, provision of personal protective equipment and safety training. Suppliers should provide workers and appropriate vendors and contractors with workplace health and safety training in their primary languages and relevant information should be clearly posted in their facility. Part of any health and safety protocol should include a set of procedures in place to allow



personnel to report safety incidents and accidents and systems to track and investigate such reports. Supplier will comply with all applicable health and safety laws and regulations in force in their local areas.

Emergency Preparedness

Suppliers will work to actively identify and assess potential emergency events and minimize their impact by implementing emergency plans and response procedures including reporting, employee notification and evacuation procedures, worker training and drills. Emergency plans should include appropriate fire detection and suppression equipment, clear and unobstructed egress, adequate exit facilities, contact information for emergency responders, and recovery plans.



ENVIRONMENT

Wheels is actively committed to becoming a cleaner fleet management company through recycling programs, green building management practices, public transportation support, acquisition of electric vehicles for Wheels' internal fleet and more. Our commitment to sustainability extends beyond our own walls to include our clients, where our proprietary EcoWheels program focuses on the strategies and tools to help fleets achieve their green fleet program objectives. Wheels recognizes the importance of taking active steps to improve our environmental footprint, which includes transitioning our own operations and supporting the transition of our clients' operations to low-carbon alternatives.

Suppliers must continually strive to protect the communities and environment around them. Wheels strongly encourages suppliers to implement policies and measures to conserve natural resources, reduce the environmental impact of their operations and work to mitigate the environmental impact within their supply chains. Suppliers must comply with all applicable environmental laws and regulations including, but not limited to, the disposal of hazardous materials, air, water and soil pollution, recycling of recyclable material and protection of natural environments. Supplier will obtain and



keep current any required environmental permits, approvals, and registrations and comply with any reporting requirements for such permits.

Suppliers should take measures to increase innovation and efficiency throughout their companies and reduce their carbon footprint, energy use, water use, material use, wastes, and other emissions. Suppliers should maintain a sustainable procurement policy, set sustainability goals, accurately track results and report on progress. Wheels encourages Suppliers to adopt the ISO 14000 criteria for establishing an effective environmental management system. If requested by Wheels, Supplier will provide a report on Supplier's environmental sustainability goals and progress towards these goals.



BUSINESS INTEGRITY AND ETHICS

Bribery, Anti-Money Laundering and Anti-Corruption

Vendors are required at all times to comply with applicable anti-bribery, anti-money laundering and anti-corruption laws including, but not limited to the U.S. Foreign Corrupt Practices Act. Wheels does not tolerate bribery or corruption in any form and will only conduct business with Suppliers who fully comply with all applicable anti-bribery and anti-money laundering laws. Suppliers that are providing goods and/or services for Wheels or its clients may not offer, promise, recommend, authorize, or give or receive, directly or indirectly, anything of value to any person or entity if it is intended, or could reasonably appear as intended, to improperly influence negotiations or any other dealings with Wheels, its customers, governments, government officials or any other third parties. Suppliers must have monitoring, enforcement and record keeping procedures in place necessary to comply with applicable anti-corruption and anti-bribery laws.

Conflicts of Interest

It is Wheels' policy that its employees and contractors avoid any conflict between their personal interests and those of Wheels. The



purpose of this policy is to ensure that Wheels' honesty and integrity, and reputation, are not compromised. The fundamental principle guiding this policy is that no employee or contractor should have, or appear to have, personal interests or relationships that actually or potentially conflict with the best interests of Wheels. As in all other facets of their duties, employees and contractors dealing with clients, vendors, contractors, competitors, or any person doing or seeking to do business with Wheels are to always act in the best interest of the company.

Wheels expects its Suppliers to maintain similar conflicts of interest policies. Suppliers, their employees, and any family members of their employees shall not receive or provide improper benefits from their relationship with Wheels or allow other activities to conflict with their relationship with Wheels.

Competition and Anti-Trust

Suppliers are expected to commit to protecting competition for the benefit of Wheels and its customers. Vendors shall not participate in activities that violate applicable anti-trust or competition laws or create an appearance of restricting trade or competition.



Gifts and Entertainment

Suppliers are expected to exercise good judgment in offering occasional small gifts or modest business entertainment to Wheels employees and should not offer payment, gifts, meals, or entertainment that could be construed to influence an action or business decision.

Any exchange of gifts, favors, payments, including entertainment or hospitality with Wheels personnel should follow these guidelines:

- a) be nominal in value,
- b) be infrequently given,
- c) be in good taste,
- d) be unsolicited,
- e) and never be in the form of cash or cash equivalent (including gift cards).

Further, giving or receiving gifts, favors, payments, entertainment, and/or hospitality is never appropriate if it creates an obligation, puts the giver or the recipient in a situation where either party appears biased, or is intended by either party to influence an action or business decision.

Privacy Policy and Data Protection

Suppliers will protect the privacy of personal information of everyone they do business with, including suppliers, customers, consumers and employees. Suppliers will comply with all privacy and information security laws and regulatory requirements when personal information is collected, stored, processed, transmitted and shared. Suppliers must further acknowledge and agree to comply with Wheels' data protection terms and privacy policy (link policy: <https://www.wheels.com/public/privacy-policy/>) as may be updated from time to time.

Intellectual Property

Suppliers must respect the intellectual property rights of Wheels and third parties and shall not infringe upon the intellectual property rights of others. Suppliers must also safeguard Wheels' confidential information and the confidential information of Wheels' customers.

Export Control and Economic Sanctions

Suppliers will comply with all applicable restrictions on the export, re-export, release or other transfer of goods, software, services, and technology; all applicable economic sanctions restrictions for identified territories, entities and individuals; and all other trade-related laws and regulations.



MANAGEMENT SYSTEMS

Suppliers must implement and maintain appropriate internal management systems to comply with applicable law and this Code and document their compliance upon Wheels' request. Suppliers will identify senior executives and company representatives responsible for Supplier's relationship with Wheels and for ensuring compliance with this Code. Supplier management systems will have strategies and protocols in place to identify, mitigate and control business risk, legal and compliance risks, health and safety risks, and environmental sustainability targets. Management systems and internal controls should include protocols to prevent and eliminate fraud.

Wheels shall have the right to audit Suppliers compliance with this Code and all applicable laws upon reasonable notice to Supplier and to investigate instances of possible non-compliance. Supplier will fully cooperate with any audit or investigation conducted by Wheels and will comply with any corrective measures required by Wheels to remediate violations of this Code. Violations of the code or a failure to cooperate with an audit or investigation may jeopardize Supplier's ongoing relationship with Wheels.



Suppliers will immediately inform Wheels of any actual or potential violation of this Code. Concerns relating to ethical or business conduct matters, human rights, environmental issues and worker health and safety, should be brought to Wheels' attention through an independent vendor engaged to receive calls regarding such concerns. These calls may be made anonymously and confidentially.

